

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re: § Chapter 11  
FIELDWOOD ENERGY III LLC, *et al.*, § Case No. 20-33948 (MI)  
§ (Jointly Administered)  
Post-Effective Date Debtors.<sup>1</sup> §

ORDER SUSTAINING PLAN ADMINISTRATOR'S SIXTEENTH OMNIBUS  
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY  
CODE AND RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE  
SEEKING TO DISALLOW CERTAIN CLAIMS

(SATISFIED CLAIMS)

[Related Docket No. \_\_\_\_]

Upon the *Plan Administrator's Sixteenth Omnibus Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure Seeking to Disallow Certain Claims (Satisfied Claims)* (the "Objection")<sup>2</sup> of the administrator of the chapter 11 plan (the "Plan Administrator") of the above-captioned reorganized debtors (collectively, the "Debtors," as applicable, and after the effective date of their plan of

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<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "Post-Effective Date FWE I Subsidiaries") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

reorganization, the “Post-Effective Date Debtors”), seeking entry of an order (this “Order”) disallowing the Satisfied Claims identified on **Schedule 1** attached hereto, it is **HEREBY ORDERED THAT:**

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Satisfied Claim identified on **Schedule 1** to this Order is disallowed in its entirety.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each claim and the objections by the Plan Administrator to each claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Satisfied Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

*[Remainder of Page Intentionally Left Blank]*

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court retains exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: \_\_\_\_\_, 2022

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MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

**Fieldwood Energy LLC and its  
affiliated Debtors  
Case No. 20-33948**

**Schedule 1 - Satisfied Tax Claims**

Creditor Name	Address	Claim #	Debtor Entity	Asserted Secured	Asserted Admin	Asserted Priority	Asserted Unsecured	Asserted Total	Reason for Objection
Bay City Independent School District - Matagorda County Tax Office	Melissa E. Valdez 1235 North Loop West Suite 600 Houston, TX 77008	406	Fieldwood Energy LLC	\$ 30,185.36	\$ -	\$ -	\$ -	\$ 30,185.36	Claim is filed for estimated amount of \$30,185.36; Actual amount owed and paid was included in satisfaction of claim #86; No additional amounts remain outstanding.
Chambers County Tax Office	Melissa E. Valdez 1235 North Loop West Suite 600 Houston, TX 77008	405	Fieldwood Energy LLC	\$ 1,845.46	\$ -	\$ -	\$ -	\$ 1,845.46	Claim was filed with an estimated amount of \$1,845.46; Actual amount owed and paid was \$1,841.46; No additional amounts remain outstanding.
Colorado County Central Appraisal District	Perdue Brandon Fielder Collins & Mott c/o John T Banks Austin, TX 78731	296	Fieldwood Energy LLC	\$ 776.26	\$ -	\$ -	\$ -	\$ 776.26	Claim was filed with an estimated amount of \$776.26; Actual amount owed and paid was \$776.26; No additional amounts remain outstanding.
Cypress Fairbanks ISD	Linebarger Goggan Blair & Sampson, LLP PO Box 3064 Houston, TX 77253-3064	84	Fieldwood Energy LLC	\$ 192,191.43	\$ -	\$ -	\$ -	\$ 192,191.43	Claim was filed with an estimated amount of \$192,191.43; Actual amount owed and paid was \$179,258.75; No additional amounts remain outstanding.
Dickinson ISD - Galveston County Tax Office	Yolanda M. Humphrey 1235 North Loop West Suite 600 Houston, TX 77008	404	Fieldwood Energy LLC	\$ 9,478.26	\$ -	\$ -	\$ -	\$ 9,478.26	Claim is filed for estimated amount of \$9,478.26; Actual amount owed and paid was included in satisfaction of claim #85; No additional amounts remain outstanding.
GALVESTON COUNTY	Linebarger Goggan Blair & Sampson, LLP PO BOX 3064 HOUSTON, TX 77253-3064	85	Fieldwood Energy LLC	\$ 9,955.54	\$ -	\$ -	\$ -	\$ 9,955.54	Claim was filed with an estimated amount of \$9,955.54; Actual amount owed and paid was \$18,490.13; No additional amounts remain outstanding.
Harris County et al	John P. Dillman Linebarger Goggan Blair & Sampson, LLP Houston, TX 77253-3064	87	Fieldwood Energy LLC	\$ 291,598.89	\$ -	\$ -	\$ -	\$ 291,598.89	Claim was filed with an estimated amount of \$291,598.89; Actual amount owed and paid was \$242,041.62; No additional amounts remain outstanding.
Harris County et al	John P. Dillman Linebarger Goggan Blair & Sampson, LLP Houston, TX 77253-3064	89	Fieldwood Onshore LLC	\$ 353.83	\$ -	\$ -	\$ -	\$ 353.83	Claim is filed for estimated amount of \$353.83; Actual amount owed and paid was included in satisfaction of claim #87; No additional amounts remain outstanding.
Live Oak CAD	Diane W. Sanders P.O. Box 17428 Austin, TX 78760	98	Fieldwood Energy LLC	\$ 70,397.49	\$ -	\$ -	\$ -	\$ 70,397.49	Claim was filed with an estimated amount of \$70,397.49; Actual amount owed and paid was \$28,588.49; No additional amounts remain outstanding.
Louisiana Department of Revenue	PO Box 66658 Baton Rouge, LA 70896	978	Fieldwood Energy LLC	\$ -	\$ -	\$ 9,542.61	\$ -	\$ 9,542.61	Claim was filed with an estimated amount of \$9,542.61; Actual amount owed and paid was \$9,542.61; No additional amounts remain outstanding.
Matagorda County	Linebarger Goggan Blair & Sampson, LLP PO Box 3064 Houston, TX 77253-3064	86	Fieldwood Energy LLC	\$ 110,695.46	\$ -	\$ -	\$ -	\$ 110,695.46	Claim was filed with an estimated amount of \$110,695.46; Actual amount owed and paid was \$48,144.54; No additional amounts remain outstanding.
Rio Grande City CISD	Diane W. Sanders P.O. Box 17428 Austin, TX 78760	169	Fieldwood Onshore LLC	\$ 104.73	\$ -	\$ -	\$ -	\$ 104.73	Claim was filed with an estimated amount of \$104.73; Actual amount owed and paid was \$29.00; No additional amounts remain outstanding.

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Schedule 1 - Satisfied Tax Claims

Creditor Name	Address	Claim #	Debtor Entity	Asserted Secured	Asserted Admin	Asserted Priority	Asserted Unsecured	Asserted Total	Reason for Objection
Sheldon Independent School District	Owen M. Sonik 1235 North Loop West Suite 600 Houston, TX 77008	407	Fieldwood Energy LLC	\$ 98,917.70	\$ -	\$ -	\$ -	\$ 98,917.70	Claim was filed with an estimated amount of \$98,917.70; Actual amount owed and paid was \$98,917.70; No additional amounts remain outstanding.
Starr County	Diane W. Sanders P. O. Box 17428 Austin, TX 78760	97	Fieldwood Onshore LLC	\$ 96.30	\$ -	\$ -	\$ -	\$ 96.30	Claim was filed with an estimated amount of \$96.30; Actual amount owed and paid was \$27.08; No additional amounts remain outstanding.
Texas Workforce Commission	Attorney General, State of Texas Collections Division MC 008., Bankruptcy Sec. Austin, TX 78711	981	Fieldwood Energy LLC	\$ -	\$ 4,070.23	\$ -	\$ -	\$ 4,070.23	Claim was filed with an estimated amount of \$4,070.23; Actual amount owed and paid was \$4,070.23; No additional amounts remain outstanding.
VERMILION PARISH	101 SOUTH STATE STREET ABBEVILLE, LA 70511	839	Fieldwood Energy LLC	\$ -	\$ -	\$ -	\$ 57,822.28	\$ 57,822.28	Claim was filed with an estimated amount of \$57,822.28; Actual amount owed and paid was \$101,576.52; No additional amounts remain outstanding.
WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 21	6935 BARNEY RD., SUITE 110 HOUSTON, TX 77092	311	Fieldwood Energy LLC	\$ 1,383.57	\$ -	\$ -	\$ -	\$ 1,383.57	Claim was filed with an estimated amount of \$1,383.57; Actual amount owed and paid was \$1,383.57; No additional amounts remain outstanding.